

SB13  
15172-R

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RECORDATION NOV 22 1988 14 23 PM  
15172-R  
INTERSTATE COMMERCE COMMISSION

November 22, 1988

No. 8-327A073

Date NOV 22 1988

Fee \$ 13.00

ICC Washington, D.C.

Ms. Noreta R. McGee  
Secretary  
Interstate Commerce Commission  
Washington, D.C. 20423

Dear Ms. McGee:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11303(a) are two copies of a Termination Agreement and Release dated November 7, 1988, a secondary document as defined in the Commission's Rules for the Recordation of Documents.

The enclosed document relates to the Security Agreement dated as of December 19, 1986, which was duly filed and recorded on February 20, 1987 and assigned Recordation Number 15172-D.

The names and addresses of the parties executing the enclosed document are:

Maryland and Pennsylvania Railroad Company  
1 West Market Street  
York, Pennsylvania 17401

Wilmington Trust Company  
Rodney Square North  
Wilmington, Delaware 19890

The railroad equipment covered by the enclosed document is set forth in Exhibit A attached hereto and made a part hereof.

Also enclosed is a check in the amount of \$13 payable to the order of the Interstate Commerce Commission covering the required recordation fee.

C.J. Kappler

Chancery

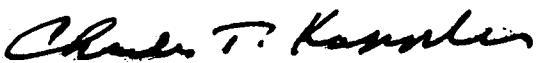
Ms. Noreta R. McGee  
Secretary  
Interstate Commerce Commission  
November 22, 1988  
Page Two

Kindly return a stamped copy of the enclosed document to Charles T. Kappler, Esq., Alvord and Alvord, 918 Sixteenth Street, N.W., Washington, D.C. 20006.

A short summary of the enclosed secondary document to appear in the Commission's Index is:

Termination Agreement and Release dated November 7, 1988 executed by Maryland and Pennsylvania Railroad Company and Wilmington Trust Company covering 292 railcars.

Very truly yours,

  
Charles T. Kappler

Enclosures

EXHIBIT A

| INIT NUMBER |
|-------------|-------------|-------------|-------------|-------------|-------------|-------------|-------------|
| RPA 31035   | RPA 37912   | RPA 38108   | RPA 39817   | RPA 39874   | RPA 39973   |             |             |
| RPA 31055   | RPA 37915   | RPA 38109   | RPA 39818   | RPA 39875   | RPA 39975   |             |             |
| RPA 31078   | RPA 37916   | RPA 38111   | RPA 39819   | RPA 39876   | RPA 39976   |             |             |
| RPA 37714   | RPA 37917   | RPA 38113   | RPA 39820   | RPA 39877   | RPA 39977   |             |             |
| RPA 37715   | RPA 37920   | RPA 38114   | RPA 39821   | RPA 39878   | RPA 39978   |             |             |
| RPA 37716   | RPA 37924   | RPA 38115   | RPA 39822   | RPA 39879   | RPA 39979   |             |             |
| RPA 37717   | RPA 37927   | RPA 38117   | RPA 39823   | RPA 39881   | RPA 39981   |             |             |
| RPA 37718   | RPA 37928   | RPA 38118   | RPA 39824   | RPA 39883   | RPA 39983   |             |             |
| RPA 37719   | RPA 37929   | RPA 38121   | RPA 39825   | RPA 39885   | RPA 39985   |             |             |
| RPA 37721   | RPA 37930   | RPA 38122   | RPA 39826   | RPA 39887   | RPA 39987   |             |             |
| RPA 37722   | RPA 37931   | RPA 38123   | RPA 39827   | RPA 39889   | RPA 39989   |             |             |
| RPA 37723   | RPA 37932   | RPA 38124   | RPA 39828   | RPA 39892   | RPA 39992   |             |             |
| RPA 37731   | RPA 37936   | RPA 38125   | RPA 39829   | RPA 39893   |             |             |             |
| RPA 37733   | RPA 37938   | RPA 38126   | RPA 39830   | RPA 39894   |             |             |             |
| RPA 37734   | RPA 37939   | RPA 38127   | RPA 39831   | RPA 39896   |             |             |             |
| RPA 37736   | RPA 37940   | RPA 38130   | RPA 39832   | RPA 39897   |             |             |             |
| RPA 37737   | RPA 37942   | RPA 38131   | RPA 39833   | RPA 39898   |             |             |             |
| RPA 37741   | RPA 37943   | RPA 38132   | RPA 39834   | RPA 39899   |             |             |             |
| RPA 37742   | RPA 37945   | RPA 39036   | RPA 39836   | RPA 39900   |             |             |             |
| RPA 37743   | RPA 37946   | RPA 39780   | RPA 39837   | RPA 39902   |             |             |             |
| RPA 37745   | RPA 37947   | RPA 39781   | RPA 39838   | RPA 39903   |             |             |             |
| RPA 37748   | RPA 37948   | RPA 39782   | RPA 39839   | RPA 39905   |             |             |             |
| RPA 37749   | RPA 37949   | RPA 39783   | RPA 39840   | RPA 39906   |             |             |             |
| RPA 37751   | RPA 37952   | RPA 39784   | RPA 39841   | RPA 39907   |             |             |             |
| RPA 37826   | RPA 37953   | RPA 39785   | RPA 39842   | RPA 39910   |             |             |             |
| RPA 37827   | RPA 37955   | RPA 39786   | RPA 39843   | RPA 39911   |             |             |             |
| RPA 37829   | RPA 37958   | RPA 39787   | RPA 39844   | RPA 39912   |             |             |             |
| RPA 37831   | RPA 37959   | RPA 39788   | RPA 39845   | RPA 39914   |             |             |             |
| RPA 37832   | RPA 37960   | RPA 39789   | RPA 39846   | RPA 39915   |             |             |             |
| RPA 37833   | RPA 37961   | RPA 39790   | RPA 39847   | RPA 39916   |             |             |             |
| RPA 37835   | RPA 37963   | RPA 39791   | RPA 39848   | RPA 39918   |             |             |             |
| RPA 37836   | RPA 37967   | RPA 39792   | RPA 39849   | RPA 39919   |             |             |             |
| RPA 37837   | RPA 37973   | RPA 39793   | RPA 39850   | RPA 39920   |             |             |             |
| RPA 37839   | RPA 37976   | RPA 39794   | RPA 39851   | RPA 39922   |             |             |             |
| RPA 37840   | RPA 37977   | RPA 39795   | RPA 39852   | RPA 39923   |             |             |             |
| RPA 37842   | RPA 37979   | RPA 39796   | RPA 39853   | RPA 39924   |             |             |             |
| RPA 37843   | RPA 37973   | RPA 39797   | RPA 39854   | RPA 39925   |             |             |             |
| RPA 37847   | RPA 37975   | RPA 39798   | RPA 39855   | RPA 39926   |             |             |             |
| RPA 37876   | RPA 37978   | RPA 39799   | RPA 39856   | RPA 39928   |             |             |             |
| RPA 37878   | RPA 37979   | RPA 39800   | RPA 39857   | RPA 39929   |             |             |             |
| RPA 37881   | RPA 37981   | RPA 39801   | RPA 39858   | RPA 39930   |             |             |             |
| RPA 37885   | RPA 37982   | RPA 39802   | RPA 39859   | RPA 39932   |             |             |             |
| RPA 37887   | RPA 37989   | RPA 39803   | RPA 39860   | RPA 39933   |             |             |             |
| RPA 37888   | RPA 37992   | RPA 39804   | RPA 39861   | RPA 39934   |             |             |             |
| RPA 37891   | RPA 37994   | RPA 39805   | RPA 39862   | RPA 39935   |             |             |             |
| RPA 37892   | RPA 37995   | RPA 39806   | RPA 39863   | RPA 39937   |             |             |             |
| RPA 37894   | RPA 37997   | RPA 39807   | RPA 39864   | RPA 39938   |             |             |             |
| RPA 37895   | RPA 37998   | RPA 39808   | RPA 39865   | RPA 39940   |             |             |             |
| RPA 37900   | RPA 37999   | RPA 39809   | RPA 39866   | RPA 39941   |             |             |             |
| RPA 37904   | RPA 38100   | RPA 39810   | RPA 39867   | RPA 39942   |             |             |             |
| RPA 37905   | RPA 38101   | RPA 39811   | RPA 39868   | RPA 39943   |             |             |             |
| RPA 37906   | RPA 38102   | RPA 39812   | RPA 39869   | RPA 39944   |             |             |             |
| RPA 37908   | RPA 38103   | RPA 39813   | RPA 39870   | RPA 39945   |             |             |             |
| RPA 37909   | RPA 38104   | RPA 39814   | RPA 39871   | RPA 39946   |             |             |             |
| RPA 37910   | RPA 38105   | RPA 39815   | RPA 39872   | RPA 39947   |             |             |             |
| RPA 37911   | RPA 38106   | RPA 39816   | RPA 39873   | RPA 39948   |             |             |             |

Number: 292

Interstate Commerce Commission

11/22/88

Washington, D.C. 20423

OFFICE OF THE SECRETARY

Charles T. Kappler

Alvord & Alvord

918 16th St. N.W.

Washington, D.C. 20006

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 11/22/88 at 12:40pm, and assigned recordation number(s). 15172-Q, 15172-R & 15172-S

Sincerely yours,



Secretary

Enclosure(s)

15172-R  
NOV 8 1986 12:40 PM  
INTERSTATE COMMERCE COMMISSION

TERMINATION AGREEMENT AND RELEASE

WHEREAS, Wilmington Trust Company ("WTC") and the Maryland and Pennsylvania Railroad Company ("MPA") are party to a Security Agreement (the "Security Agreement") dated as of December 19, 1986, covering two hundred ninety-two (292) boxcars bearing road numbers listed on Exhibit A attached hereto and made a part hereto (the "Cars");

WHEREAS, the Security Agreement was filed with the Interstate Commerce Commission on February 20, 1987 and bears Recordation No. 15172-D; and

WHEREAS, WTC and MPA desire to terminate the Security Agreement and WTC desires to release the lien and security interest created pursuant to the Security Agreement;

NOW, THEREFORE, in consideration of the mutual covenants contained herein and for other valuable consideration, the receipt of which is hereby acknowledged, the parties hereto agree:

1. Termination. The Security Agreement is terminated and the Cars are released from the liens, assignment and security interest created thereunder.

2. Filing. The parties consent to the filing of this Termination and Release and any other necessary documents with the Interstate Commerce Commission (and, if necessary, with any other regulatory or governmental entity) to effect a release of this lien of record existing against the Cars.

3. Counterparts. This Agreement may be executed in any number of counterparts and by different parties hereto in separate counterparts, each of which when so executed shall be

:deemed to be an original and all of which when taken together  
shall constitute one and the same agreement.

IN WITNESS WHEREOF, the parties hereto have executed this  
Agreement.

WITNESS:

By: David A. Pearl

WILMINGTON TRUST COMPANY

By: \_\_\_\_\_  
Title: Senior Financial Services Officer

WITNESS:

By: Florence M. Yosthuis

MARYLAND AND PENNSYLVANIA  
RAILROAD COMPANY

By: Jeanne A. Wiles  
Title: Controller - Sec

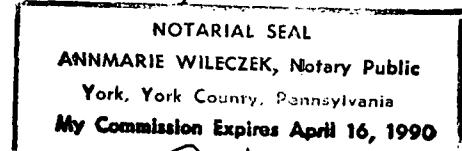
STATE OF Pennsylvania)  
COUNTY OF York)  
ss.

On this 31 day of October, 1988, before me personally appeared, Joseph A. Wilko, to me personally known, who being by me duly sworn, says that (s)he is the Controller - Sec. of the MARYLAND AND PENNSYLVANIA RAILROAD COMPANY, that said instrument was signed on behalf of said corporation by authority of its Board of Directors, and (s)he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Sworn to and Subscribed  
before me this 31 day of  
October 1988.  
November

Annmarie Wileczek

Notary Public



STATE OF Delaware)  
COUNTY OF New Castle)  
ss.

On this 7 day of October, 1988, before me personally appeared, Arden M. Kish, to me personally known, who being by me duly sworn, says that (s)he is the Senior Financial Services Officer of WILMINGTON TRUST COMPANY, that said instrument was signed on behalf of said corporation by authority of its Board of Directors, and (s)he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Sworn to and Subscribed  
before me this 7 day of  
October, 1988.  
November

Notary Public

MY COMMISSION EXPIRES  
SEPTEMBER 19, 1990

**EXHIBIT A**

INIT	NUMBER								
RPA	39035	RPA	37912	RPA	38108	RPA	39817	RPA	39874
RPA	39055	RPA	37915	RPA	38109	RPA	39818	RPA	39875
RPA	39079	RPA	37916	RPA	38111	RPA	39819	RPA	39876
RPA	37714	RPA	37917	RPA	38113	RPA	39820	RPA	39877
RPA	37715	RPA	37920	RPA	38114	RPA	39821	RPA	39878
RPA	37716	RPA	37924	RPA	38115	RPA	39822	RPA	39879
RPA	37717	RPA	37927	RPA	38117	RPA	39823	RPA	39881
RPA	37718	RPA	37928	RPA	38118	RPA	39824	RPA	39883
RPA	37719	RPA	37929	RPA	38121	RPA	39825	RPA	39884
RPA	37721	RPA	37930	RPA	38122	RPA	39826	RPA	39887
RPA	37722	RPA	37931	RPA	38123	RPA	39827	RPA	39890
RPA	37723	RPA	37932	RPA	38124	RPA	39828	RPA	39892
RPA	37731	RPA	37936	RPA	38125	RPA	39829	RPA	39893
RPA	37733	RPA	37938	RPA	38126	RPA	39830	RPA	39894
RPA	37734	RPA	37939	RPA	38127	RPA	39831	RPA	39896
RPA	37736	RPA	37940	RPA	38130	RPA	39832	RPA	39897
RPA	37739	RPA	37942	RPA	38131	RPA	39833	RPA	39898
RPA	37741	RPA	37943	RPA	38132	RPA	39834	RPA	39899
RPA	37742	RPA	37945	RPA	39736	RPA	39836	RPA	39900
RPA	37743	RPA	37946	RPA	39738	RPA	39837	RPA	39902
RPA	37745	RPA	37947	RPA	39739	RPA	39838	RPA	39903
RPA	37748	RPA	37948	RPA	39732	RPA	39839	RPA	39905
RPA	37749	RPA	37949	RPA	39733	RPA	39840	RPA	39906
RPA	37781	RPA	37952	RPA	39734	RPA	39841	RPA	39909
RPA	37826	RPA	37953	RPA	39735	RPA	39842	RPA	39910
RPA	37827	RPA	37955	RPA	39736	RPA	39843	RPA	39911
RPA	37829	RPA	37958	RPA	39737	RPA	39844	RPA	39912
RPA	37831	RPA	37959	RPA	39738	RPA	39845	RPA	39914
RPA	37832	RPA	37960	RPA	39739	RPA	39846	RPA	39915
RPA	37833	RPA	37961	RPA	39739	RPA	39847	RPA	39916
RPA	37835	RPA	37963	RPA	39791	RPA	39848	RPA	39918
RPA	37836	RPA	37967	RPA	39792	RPA	39849	RPA	39920
RPA	37837	RPA	37969	RPA	39793	RPA	39850	RPA	39922
RPA	37839	RPA	37970	RPA	39794	RPA	39851	RPA	39923
RPA	37840	RPA	37971	RPA	39795	RPA	39852	RPA	39928
RPA	37842	RPA	37973	RPA	39796	RPA	39853	RPA	39929
RPA	37843	RPA	37975	RPA	39797	RPA	39854	RPA	39945
RPA	37847	RPA	37976	RPA	39798	RPA	39855	RPA	39946
RPA	37876	RPA	37978	RPA	39799	RPA	39856	RPA	39948
RPA	37878	RPA	37979	RPA	39800	RPA	39857	RPA	39949
RPA	37881	RPA	37981	RPA	39801	RPA	39858	RPA	39950
RPA	37885	RPA	37982	RPA	39802	RPA	39859	RPA	39952
RPA	37887	RPA	37989	RPA	39803	RPA	39860	RPA	39953
RPA	37888	RPA	37992	RPA	39804	RPA	39861	RPA	39954
RPA	37891	RPA	37994	RPA	39805	RPA	39862	RPA	39955
RPA	37892	RPA	37995	RPA	39806	RPA	39863	RPA	39957
RPA	37894	RPA	37997	RPA	39807	RPA	39864	RPA	39958
RPA	37895	RPA	37998	RPA	39808	RPA	39865	RPA	39960
RPA	37900	RPA	37999	RPA	39809	RPA	39866	RPA	39961
RPA	37904	RPA	38100	RPA	39810	RPA	39867	RPA	39962
RPA	37905	RPA	38101	RPA	39811	RPA	39868	RPA	39963
RPA	37906	RPA	38102	RPA	39812	RPA	39869	RPA	39964
RPA	37908	RPA	38103	RPA	39813	RPA	39870	RPA	39965
RPA	37909	RPA	38104	RPA	39814	RPA	39871	RPA	39966
RPA	37910	RPA	38105	RPA	39815	RPA	39872	RPA	39970
RPA	37911	RPA	38106	RPA	39816	RPA	39873	RPA	39972

Number: 292